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Amendments to the Specification:

Please amend the paragraph beginning on page 2, line 14, as follows:

In some situations, as described in the co-pending application of the same inventor entitled "Reduction of Color Transition Distortions in NTSC/PAL Encoder, " **now U.S. Patent No. 5,995,164**, incorporated herein by reference, it is beneficial to use the hue phase change between the pixel values which gives the minimum absolute value of the phase change. For example, a phase change from $\frac{1}{4}\pi$ to $\frac{7}{4}\pi$ produces a $\frac{3}{2}\pi$ phase change. By using the phase change from $\frac{1}{4}\pi$ to $-\frac{1}{4}\pi$ instead, the change in the hue is only $-\frac{1}{2}\pi$ and the color distortion between pixels is reduced.

Please amend the paragraph beginning on page 3, line 31, as follows:

Figure 6C is an input to the phase corrector circuitry;

Please amend the paragraphs beginning on page 5, line 21, and ending on page 6, line 2, as follows:

Figure 4 illustrates a preferred embodiment of the circuitry 50 of the present invention. The circuitry 50 includes differential phase circuitry 60, which converts the hue input into a differential phase output, along with the special filter 62 of the present invention. Also shown is the correction signal circuitry **5464** used to produce the unfiltered correction signal for the filter 62.

A preferred embodiment of the differential phase circuitry 60 is shown in Figure 5. The differential phase circuitry is also discussed and claimed in